

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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|--|----------------|
| OMB APPROVAL | |
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**ANNUAL AUDITED REPORT
FORM X-17A-5
PART III**

| |
|-----------------|
| SEC FILE NUMBER |
| 8- 67594 |

FACING PAGE

**Information Required of Brokers and Dealers Pursuant to Section 17 of the
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder**

REPORT FOR THE PERIOD BEGINNING 01/01/2012 AND ENDING 12/31/2012
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: Edgepoint Capital Advisors, LLC

OFFICIAL USE ONLY

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

FIRM I.D. NO.

3700 Park East Drive Suite 160

(No. and Street)

Beachwood

OH

44122

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

Thomas Zucker

(216) 831-2430

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

Hobe & Lucas Certified Public Accountants, Inc.

(Name - if individual, state last, first, middle name)

4807 Rockside Rd., Suite 510

Independence

OH

44131

(Address)

(City)

(State)

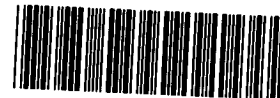
(Zip Code)

CHECK ONE:

☒ Certified Public Accountant

☐ Public Accountant

☐ Accountant not resident in United States or any of its possessions.



13014961

FOR OFFICIAL USE ONLY

*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

SEC 1410 (06-02)

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

am

OATH OR AFFIRMATION

I, Thomas Zucker, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Edgepoint Capital Advisors LLC, as of December 31, 20 12, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

Thomas C. Zucker
Signature

President
Title

DAVID W. KUHR

NOTARY PUBLIC, STATE OF OHIO

COMMISSION EXPIRES 12-14-15

David W. Kuhr

Notary Public

This report ** contains (check all applicable boxes):

- ☒ (a) Facing Page.
- ☒ (b) Statement of Financial Condition.
- ☒ (c) Statement of Income (Loss).
- ☒ (d) Statement of Changes in Financial Condition.
- ☒ (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- ☒ (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- ☒ (g) Computation of Net Capital.
- ☒ (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- ☒ (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- ☒ (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- ☐ (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- ☒ (l) An Oath or Affirmation.
- ☐ (m) A copy of the SIPC Supplemental Report.
- ☐ (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

**For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

EDGEPOINT CAPITAL ADVISORS, LLC

FINANCIAL STATEMENTS

DECEMBER 31, 2012

SEC
Mail Processing
Section

MAR 04 2013

Washington, DC
101

Hobe&Lucas Certified Public Accountants, Inc.

EDGEPOINT CAPITAL ADVISORS, LLC

FINANCIAL STATEMENTS

DECEMBER 31, 2012



**EdgePoint Capital Advisors, LLC
3700 Park East Drive, Suite 160
Beachwood, OH 44122**

February 27, 2013

Securities & Exchange Commission
Registrations Branch
Mail Stop 8031
100 F Street, NE
Washington, DC 20549

**Re: Audited Financial Statements - Period Ending December 31, 2012
EdgePoint Capital Advisors, LLC, CRD# 143695**

Ladies and Gentlemen:

Enclosed please find 2 copies of the Audited Financial Statements for EdgePoint Capital Advisors, LLC for the period ending, December 31, 2012.

If you have any questions regarding this letter or the enclosed documents, please contact me at 216-831-2430.

Very truly yours,

A handwritten signature in cursive script that reads "Thomas C. Zucker".

Thomas C. Zucker
President
EdgePoint Capital Advisors, LLC

Enclosures

**SEC
Mail Processing
Section**

MAR 04 2013

**Washington, DC
101**

EDGEPOINT CAPITAL ADVISORS, LLC
FINANCIAL STATEMENTS
DECEMBER 31, 2012

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INDEPENDENT AUDITORS' REPORT

To the Member of
EdgePoint Capital Advisors, LLC
Beachwood, Ohio

Report on the Financial Statements

We have audited the accompanying financial statements of EdgePoint Capital Advisors, LLC which comprise the statement of financial condition as of December 31, 2012, and the related statements of operations and changes in member's equity and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness

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of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of EdgePoint Capital Advisors, LLC as of December 31, 2012, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedules I and II are presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by Rule 17a-5 under the Securities Exchange Act of 1934. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. Such information has been subjected to the auditing procedures applied in our audit of the basic financial statements and certain other procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Hobe & Lucas
Certified Public Accountants

February 7, 2013

EDGEPOINT CAPITAL ADVISORS, LLC
STATEMENT OF FINANCIAL CONDITION
DECEMBER 31, 2012

ASSETS

Current Assets

| | |
|---------------------------|----------------|
| Cash and cash equivalents | \$ 430,191 |
| Accounts receivable | 7,450 |
| Prepaid expenses | 6,081 |
| Total Current Assets | <u>443,722</u> |

Property and Equipment - At Cost

| | |
|--------------------------------|---------------|
| Equipment | 14,099 |
| Furniture and fixtures | 41,488 |
| | <u>55,587</u> |
| Less: Accumulated depreciation | 53,597 |
| Net Property and Equipment | <u>1,990</u> |

Other Assets

| | |
|--------------------|---------------|
| Goodwill | 28,750 |
| Deposits | 5,772 |
| Total Other Assets | <u>34,522</u> |

| | |
|--------------|--------------------------|
| Total Assets | <u><u>\$ 480,234</u></u> |
|--------------|--------------------------|

LIABILITIES AND MEMBER'S EQUITY

Current Liabilities

| | |
|---------------------------|----------------|
| Accounts payable | \$ 25,773 |
| Member payable | 10,000 |
| Related party payable | 8,317 |
| Accrued expenses | 61,374 |
| Note payable - Bank | 7,417 |
| Total Current Liabilities | <u>112,881</u> |

Member's Equity

| | |
|---------------------------------------|--------------------------|
| | <u>367,353</u> |
| Total Liabilities and Member's Equity | <u><u>\$ 480,234</u></u> |

See accompanying notes to financial statements.

EDGEPOINT CAPITAL ADVISORS, LLC
STATEMENT OF INCOME
FOR THE YEAR ENDED DECEMBER 31, 2012

| | |
|--|--------------------------|
| <u>Fee Income</u> | \$ 1,563,000 |
| <u>Operating Expenses</u> | <u>1,206,572</u> |
| <u>Income From Operations</u> | <u>356,428</u> |
| <u>Other Income</u> | |
| Interest income | 60 |
| Interest expense | (1,233) |
| Other Income | <u>-</u> |
| Total Other Income (Expense) | <u>(1,173)</u> |
| <u>Net Income Before Income Tax Expense</u> | 355,255 |
| <u>Income Tax Expense</u> | <u>9,000</u> |
| <u>Net Income</u> | <u><u>\$ 346,255</u></u> |

See accompanying notes to financial statements.

EDGEPOINT CAPITAL ADVISORS, LLC
STATEMENT OF CHANGES IN MEMBER'S EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2012

| | |
|--|--------------------------|
| <u>Balance- January 1, 2012</u> | \$ 548,098 |
| <u>Distributions</u> | (527,000) |
| <u>Net Income</u> | <u>346,255</u> |
| <u>Balance- December 31, 2012</u> | <u><u>\$ 367,353</u></u> |

See accompanying notes to financial statements.

EDGEPOINT CAPITAL ADVISORS, LLC
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2012

Cash Flows From Operating Activities

| | |
|--|----------------|
| Net income | \$ 346,255 |
| Adjustments to reconcile net loss to net cash provided by (used in) operating activities: | |
| Depreciation | 6,792 |
| Changes in assets and liabilities: | |
| Decrease in accounts receivable | 332 |
| Increase in prepaid expenses | (1,031) |
| Increase in payables | 32,029 |
| Increase in other accrued expenses | 61,374 |
| Net Cash Provided By Operating Activities | <u>445,751</u> |

Cash Flows From Financing Activities

| | |
|---------------------------------------|------------------|
| Repayment of long-term debt | (21,367) |
| Member distributions | (527,000) |
| Net Cash Used In Financing Activities | <u>(548,367)</u> |

Net Decrease in Cash and Cash Equivalents

(102,616)

Cash and Cash Equivalents - December 31, 2011

532,807

Cash and Cash Equivalents - December 31, 2012

\$ 430,191

Supplemental Disclosure of Cash Flow Information:

| | |
|-------------------|----------|
| Interest paid | \$ 1,232 |
| Income taxes paid | \$ - |

See accompanying notes to financial statements.

EDGEPOINT CAPITAL ADVISORS, LLC
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012

NOTE 1 - NATURE OF OPERATIONS

EdgePoint Capital Advisors, LLC (the Company) is registered with the United States Securities and Exchange Commission as a broker/dealer pursuant to Section 15(b) of the Securities Exchange Act of 1934 and is a member of Financial Industry Regulatory Authority (FINRA). The Company acts as an advisor on merger and acquisition transactions to privately held entities and is registered in various states.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies of EdgePoint Capital Advisors, LLC is presented to assist in understanding the Company's operations and financial position. The financial statements and notes are representations of the Company's member who is responsible for their integrity and objectivity. These accounting policies conform to generally accepted accounting principles and have been consistently applied in the preparation of the financial statements.

Credit Risk

The Company maintains cash in bank deposit accounts which, at times, may exceed federally insured limits. The Company has not experienced nor does it expect any losses in such accounts.

Accounts Receivable

Accounts receivable are uncollateralized customer obligations due under normal trade terms which are stated at the amount billed to the customer. Management reviews all accounts receivable balances past due and based on an assessment of current creditworthiness, estimates the portion, if any, of the balance that will not be collected. At December 31, 2012, there was no allowance deemed necessary.

Fixed Assets

Fixed assets are recorded at cost and include additions and improvements that extend the useful lives of the assets. Maintenance, repairs and renewals, which neither materially add to the value of the property nor appreciably prolong its life, are charged to expense as incurred.

Depreciation expense is calculated on the straight line method over the estimated useful lives of the respective assets as follows:

| | |
|-------------------------------|---------|
| Office furniture and fixtures | 5 years |
| Computer equipment | 3 years |

Depreciation expense for the year ended December 31, 2012 was \$6,792.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

EDGEPOINT CAPITAL ADVISORS, LLC
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012

NOTE 2 – Summary of Significant Accounting Policies (continued)

Cash and Cash Equivalents

The Company considers financial instruments with an original maturity of 90 days or less to be cash equivalents.

NOTE 3 - GOODWILL

The Company has recorded goodwill related to a previous acquisition. Goodwill must be tested at least annually for impairment. Management of the Company has tested the goodwill for impairment and has determined that no impairment has occurred for the year ended December 31, 2012.

NOTE 4 – NOTE PAYABLE – BANK

Long-term liabilities consisted of the following:

Installment loan due April 2013 with equal monthly payments of principal and interest to fully amortize the loan until maturity. Interest is accrued on unpaid principal at prime plus three percent (3%). At December 31, 2012 prime was 3.25%.

\$ 7,417

Less: Current portion

7,417
\$ -0-

Maturity of long-term debt is as follows as of December 31:

2013

\$ 7,417

Thereafter

-
\$ 7,417

NOTE 5 - DEFINED CONTRIBUTION PLAN

The Company, as part of a controlled group, participated in a defined contribution retirement plan that is sponsored by an affiliate. Expenses of the plan are allocated under the expense sharing agreement (see note 6). The plan covers all employees of the Company. The Company may contribute a discretionary amount as determined by the members. Such contribution, if any, shall be allocated to participants in proportion to each participant's compensation. For the year ended December 31, 2012, the Company made contributions of \$ -0- to the plan.

EDGEPOINT CAPITAL ADVISORS, LLC
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012

NOTE 6 - RELATED PARTY TRANSACTIONS

The Company has a formal expense sharing agreement with an affiliate. The agreement provides that certain non-regulatory expenses, such as rent, payroll and office expenses, be paid by the affiliate on behalf of the Company. The agreement also provides a formula to determine how these expenses will be allocated between the parties. Payments are made to the affiliate to cover these expenses monthly. Payments to the affiliate for these expenses for the year ended December 31, 2012 were \$529,691; \$8,317 was due to the affiliate at December 31, 2012.

NOTE 7- LEASE COMMITMENT

The Company leases office facilities under an operating lease expiring March 31, 2015. Minimum annual rents for the lease are as follows:

| | |
|------|-------------------|
| 2013 | \$ 69,265 |
| 2014 | 69,265 |
| 2015 | <u>17,316</u> |
| | \$ <u>155,846</u> |

Monthly rent payments are made by the affiliate and reimbursed under the expense sharing agreement (Note 6). The Companies allocated rent expense was \$37,597 for the year ended December 31, 2012.

NOTE 8 - INCOME TAXES

The Company is not a taxpaying entity for federal and state income tax purposes although the Company is subject to local income taxes. On the federal and state level, income from the Company is taxed to the member at his individual income tax rates. Accordingly, there is no provision for federal or state income taxes.

Reporting periods ending December 31, 2010, December 31, 2011 and December 31, 2012 are subject to examination by taxing authorities.

NOTE 9 - NET CAPITAL PROVISION OF RULE 15c3-1

The Company is subject to the Securities and Exchange Commission (SEC) uniform net capital rule (Rule 15c3-1) which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. At December 31, 2012, EdgePoint Capital Advisors, LLC had net capital of \$317,310, which was \$309,785 in excess of its required net capital of \$7,525. EdgePoint Capital Advisors, LLC's ratio of aggregate indebtedness to net capital was 36%.

NOTE 10 - SUBSEQUENT EVENTS

The Company has evaluated all subsequent events through February 7, 2013, the date the financial statements are available for issue.

SUPPLEMENTAL INFORMATION

**PURSUANT TO RULE 17a-5 OF THE
SECURITIES EXCHANGE ACT OF 1934**

DECEMBER 31, 2012

EDGEPOINT CAPITAL ADVISORS, LLC
SCHEDULE I - COMPUTATION OF NET CAPITAL
PURSUANT TO RULE 15c3-1 OF THE SECURITIES AND EXCHANGE COMMISSION
DECEMBER 31, 2012

| | |
|--|-------------------|
| <u>Net Capital</u> | |
| Member's Equity From Statement of Financial Condition | \$ 367,353 |
| Non-allowable assets: | |
| Accounts receivable | 7,450 |
| Equipment, fixtures and furniture, net | 1,990 |
| Deposits | 5,772 |
| Prepaid expenses | 6,081 |
| Goodwill | 28,750 |
| | <u>50,043</u> |
| Net Capital | <u>\$ 317,310</u> |
| <u>Aggregate Indebtedness</u> | <u>\$ 112,881</u> |
| <u>Computation of Basic Net Capital Requirement</u> | |
| 6-2/3% of aggregate indebtedness | <u>\$ 7,525</u> |
| <u>Minimum Required Net Capital</u> | <u>\$ 5,000</u> |
| <u>Net Capital Requirement</u> | <u>\$ 7,525</u> |
| <u>Excess Net Capital</u> | <u>\$ 309,785</u> |
| <u>Ratio of Aggregate Indebtedness to Net Capital</u> | <u>36%</u> |

Additional Statement Pursuant to Paragraph (d)(4) of Rule 17a-5

There are no material differences in the computation of net capital above with Form X-17A-5, Part II-A as of December 31, 2012.

See accompanying notes to financial statements.

EDGEPOINT CAPITAL ADVISORS, LLC
SCHEDULE II
COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS
AND INFORMATION RELATING TO POSSESSION OR CONTROL
REQUIREMENTS PURSUANT TO RULE 15c3-3 OF THE
SECURITIES AND EXCHANGE COMMISSION
DECEMBER 31, 2012

The Company is not required to present the schedule "Computation for Determination of Reserve Requirements under Rule 15c3-3" and "Information for Possession or Control Requirements under Rule 15c3-3" as it meets the exemptive provisions of Rule 15c3-3, under Section (k)(2)(i) of the Rule.

INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL STRUCTURE **REQUIRED BY SEC RULE 17a-5**

To the Member of
EdgePoint Capital Advisors, LLC
Beachwood, Ohio

In planning and performing our audit of the financial statements of EdgePoint Capital Advisors, LLC for the year ended December 31, 2012, we considered its internal control structure in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal control structure.

Also, as required by rule 17a-5(g)(1) of the Securities Exchange Commission (SEC), we have made a study of the practices and procedures followed by the Company including tests of such practices and procedures that we considered relevant to the objectives stated in rule 17a-5(g) in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

1. Making quarterly securities examinations, counts, verifications, and comparisons.
2. Recordation of differences required by rule 17a-13,
3. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System.

The management of the Company is responsible for establishing and maintaining an internal control structure and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of internal control structure policies and procedures and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned objectives. Two of the objectives of an internal control structure and the practices and procedures are to provide management with reasonable, but not absolute, assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit preparation of financial statements in conformity with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in any internal control structure or the practices and procedures referred to above, errors or fraud may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

A *control deficiency* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A *significant deficiency* is a control deficiency, or combination of control deficiencies, that adversely affects the entity's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the entity's financial statements that is more than inconsequential will not be prevented or detected by the entity's internal control.

A *material weakness* is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the entity's internal control.

Our consideration of internal control was for the limited purpose described in the first and second paragraphs and would not necessarily identify all deficiencies in internal control that might be material weaknesses. We did not identify any deficiencies in internal control and control activities for safeguarding securities that we consider to be material weaknesses, as defined above.

We understand the practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures, as described in the second paragraph of this report, were adequate at December 31, 2012, to meet the SEC's objectives.

This report is intended solely for the information and use of management, the SEC, and other regulatory agencies that rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than those specified parties.

Hobe & Lucas
Certified Public Accountants

February 7, 2013

EdgePoint Capital Advisors, LLC
Agreed-Upon Procedures Related to an
Entity's SIPC Assessment Reconciliation
December 31, 2012

Hobe & Lucas

Certified Public Accountants, Inc.

4807 Rockside Road, Suite 510 Phone: (216) 524.8900
Independence, Ohio 44131 Fax: (216) 524.8777
<http://www.hobe.com>

Independent Accountants' Report on Applying Agreed-Upon Procedures Related to an Entity's SIPC Assessment Reconciliation

To the Board of Directors of EdgePoint Capital Advisors, LLC
Beachwood, Ohio

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934, we have performed the procedures enumerated below with respect to the accompanying General Assessment Reconciliation (Form SIPC-7) to the Securities Investor Protection Corporation (SIPC) for the period from January 01, 2012 to December 31, 2012, which were agreed to by EdgePoint Capital Advisors, LLC, and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc. and SIPC, solely to assist you and the other specified parties in evaluating EdgePoint Capital Advisors, LLC's compliance with the applicable instructions of the General Assessment Reconciliation (Form SIPC-7). EdgePoint Capital Advisors, LLC's management is responsible for the EdgePoint Capital Advisors, LLC's compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose. The procedures we performed and our findings are as follows:

1. Compared the listed assessment payments in Form SPIC-7 with respective cash disbursement records noting no differences;
2. Compared the Total Revenue amounts of the audited Form X-17A-5 for the year ended December 31, 2012 with the amounts reported in Form SIPC-7 for the year ended December 31, 2012 noting no differences;
3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers (Excel spreadsheets derived from the general ledger) that were prepared by management noting no differences;
4. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and working papers (Excel spreadsheet derived from the general ledger) that were prepared by management supporting the adjustments noting no differences; and
5. Not applicable – there is no overpayment.

Independent Member

B K R

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We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

Hobe & Lucas
Certified Public Accountants

February 7, 2013

SIPC-7

(33-REV 7-10)

SECURITIES INVESTOR PROTECTION CORPORATION
P.O. Box 92185 Washington, D.C. 20090-2185
202-371-8300

General Assessment Reconciliation

For the fiscal year ended 12/31/2012

Read carefully the instructions in your Working Copy before completing this Form)

SIPC-7

(33-REV 7-10)

TO BE FILED BY ALL SIPC MEMBERS WITH FISCAL YEAR ENDINGS

1. Name of Member, address, Designated Examining Authority, 1934 Act registration no. and month in which fiscal year ends for purposes of the audit requirement of SEC Rule 17a-5:

067594 FINRA DEC
EDGEPOINT CAPITAL ADVISORS LLC 1616
3700 PARK EAST DR STE 160
BEACHWOOD OH 44122-4339

Note: If any of the information shown on the mailing label requires correction, please e-mail any corrections to form@sipc.org and so indicate on the form filed.

Name and telephone number of person to contact respecting this form.

2. A. General Assessment (item 2e from page 2)

\$ 3,270
(537.50)

B. Less payment made with SIPC-6 filed (exclude interest)

7/25/12
Date Paid

C. Less prior overpayment applied

(—)

D. Assessment balance due or (overpayment)

2,732.50

E. Interest computed on late payment (see instruction E) for _____ days at 20% per annum

—

F. Total assessment balance and interest due (or overpayment carried forward)

\$ 2,732.50

G. PAID WITH THIS FORM:

Check enclosed, payable to SIPC
Total must be same as F above)

\$ 2,732.50

H. Overpayment carried forward

\$(—)

3. Subsidiaries (S) and predecessors (P) included in this form (give name and 1934 Act registration number):

The SIPC member submitting this form and the person by whom it is executed represent thereby that all information contained herein is true, correct and complete.

Edgepoint Capital Advisors
(Name of Corporation, Partnership or other organization)

Thomas C. Zecher
(Authorized Signature)

PRESIDENT
(Title)

Dated the _____ day of February, 20 13.

This form and the assessment payment is due 60 days after the end of the fiscal year. Retain the Working Copy of this form for a period of not less than 6 years, the latest 2 years in an easily accessible place.

SIPC REVIEWER

Dates:

Postmarked _____

Received _____

Reviewed _____

Calculations _____

Documentation _____

Forward Copy _____

Exceptions:

Disposition of exceptions:

**DETERMINATION OF "SIPC NET OPERATING REVENUES"
AND GENERAL ASSESSMENT**

Amounts for the fiscal period
beginning 1/1/2012
and ending 12/31/2012

Item No.

2a. Total revenue (FOCUS Line 12, Part IIA Line 9, Code 4030)

Eliminate cents
\$ 1,563,000

2b. Additions:

- (1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above.
- (2) Net loss from principal transactions in securities in trading accounts.
- (3) Net loss from principal transactions in commodities in trading accounts.
- (4) Interest and dividend expense deducted in determining item 2a.
- (5) Net loss from management of or participation in the underwriting or distribution of securities.
- (6) Expenses other than advertising, printing, registration fees and legal fees deducted in determining net profit from management of or participation in underwriting or distribution of securities.
- (7) Net loss from securities in investment accounts.

Total additions

- 0 -

2c. Deductions:

- (1) Revenues from the distribution of shares of a registered open end investment company or unit investment trust, from the sale of variable annuities, from the business of insurance, from investment advisory services rendered to registered investment companies or insurance company separate accounts, and from transactions in security futures products.
- (2) Revenues from commodity transactions.
- (3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.
- (4) Reimbursements for postage in connection with proxy solicitation.
- (5) Net gain from securities in investment accounts.
- (6) 100% of commissions and markups earned from transactions in (i) certificates of deposit and (ii) Treasury bills, bankers acceptances or commercial paper that mature nine months or less from issuance date.
- (7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 16(9)(L) of the Act).
- (8) Other revenue not related either directly or indirectly to the securities business.
(See Instruction C):

(Deductions in excess of \$100,000 require documentation)

- (9) (i) Total interest and dividend expense (FOCUS Line 22/PART IIA Line 13, Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income.

\$ - 0 -

- (ii) 40% of margin interest earned on customers securities accounts (40% of FOCUS line 5, Code 3960).

\$ - 0 -

Enter the greater of line (i) or (ii)

Total deductions

- 0 -

255,000

2d. SIPC Net Operating Revenues

\$ 1,308,000

2e. General Assessment @ .0025

\$ 3,270

(to page 1, line 2.A.)